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TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 290.
FILED, AUGUST 26th, 1965.

GLENN EXPLORATIONS LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1262, dated February 18, 1965.

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	(a) further extension of certain treasury share options; (b) acquisition of 22 unpatented mining claims in the Endako Region, of British Columbia.
4. Share capitalization showing authorized and issued and outstanding capital.	The issued share position is now 4,795,000 shares, all as fully paid.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Jackson McFadyen Securities, Limited (for clients) under the terms of the agreement dated February 15, 1965, as subsequently amended by respective agreements dated May 18, 1965 and August 18, 1965, holds options on 100,000 shares at 20 cents each exercisable by November 18, 1965, 200,000 shares at 25 cents by February 18, 1966, 200,000 shares at 30 cents each by May 18, 1966 and 200,000 shares at 35 cents each by August 18, 1966.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company will carry out exploration of its newly acquired claims in the Endako Region of British Columbia in accordance with the recommendations made by E. Amendolagine, P.Eng., in his Report to the Company dated August 20, 1965. The estimated total cost of geophysical work is \$22,000 and reference is made to the said Report.
10. Brief statement of company's chief development work during past year.	Since February 1965, the Company has carried out linecutting, magnetometer and Turam electromagnetic surveys, and 1,418 feet of diamond drilling on its Wark Township, Ontario, claims. A single hole 403 feet deep was drilled on the Joutel Township, Quebec, claims held jointly with Jaye Explorations Limited.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	By agreement dated August 16, 1965, between the Company and George L. Oates, 2337 Marine Drive, West Vancouver, British Columbia, as vendor, the Company will acquire from the vendor title to 22 mineral claims in the Omineca Mining Division of British Columbia, located about 5½ miles southwest of Endako. The claims are designated R I 1 to 12 and 14 to 23 inclusive, Recorded Nos. 28055 to 28066 inclusive and 28067 to 28076 inclusive. The consideration to be paid to the vendor is the sum of \$20,000, and in addition the Company has agreed to incorporate a new company under the laws of British Columbia, having an authorized capital of 3,000,000 shares and to cause to be delivered to the vendor 250,000 shares of the new company, out of the vendor shares to be issued by it for the mineral claims. The said vendor consideration shall be subject to such conditions as to escrow as the Superintendent of Brokers of British Columbia may impose.

FINANCIAL STATEMENT

GLENN EXPLORATIONS LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE PERIOD FEBRUARY 1, 1965 TO AUGUST 20, 1965

Source of Funds:

Proceeds from sale of 200,000 shs. Capital Stock	\$ 30,000.00	
Profit from sale of 1,000 shs. Denison Mines	7,467.50	
Interest and dividends received	<u>3,339.02</u>	\$ 40,806.52

Application of Funds:

Purchase of equipment	\$ 40.03	
Exploration and development	17,594.59	
Administration	14,181.41	
Purchase of mining claims - Joutel Twp.	<u>10,000.00</u>	<u>41,816.03</u>

Decrease in working capital \$ 1,009.51

Working capital at beginning of period 190,829.80

Working capital at end of period \$ 189,820.29

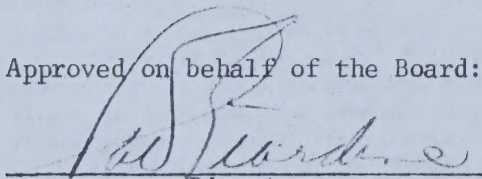
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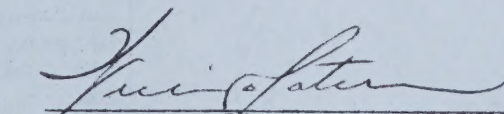
Current Assets	\$ 189,835.59
Current Liabilities	<u>15.00</u>
	<u>\$ 189,820.29</u>

Note:

Since the date of the statement, the Company has received \$20,000.00 from the sale of 100,000 shares of the capital stock of the Company from the Underwriter/Optionee for clients.

Approved on behalf of the Board:


Director


Director

12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor, company.	George L. Oates, 2337 Marine Drive, West Vancouver, British Columbia									
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Dynasty Investments Limited, Suite 1503, 330 Bay Street, Toronto, Ontario, by agreement dated July 14, 1965 with Gerald S. Peers of Oakville, Ontario, holds the option to purchase all or any part of 360,000 escrowed shares of the Company owned by Mr. Peers at the purchase price of 5 cents per share exercisable until July 15, 1966.									
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<p>Since February 1965 the Company has sold 1,000 Denison Mines Limited (cost - \$24,262.50) for \$31,763. Present investments are:</p> <table><tr><td><u>Shares:</u></td><td><u>Cost</u></td><td><u>Market</u></td></tr><tr><td>100 Bright Wines</td><td>\$ 7,720.00</td><td>\$7,300.00</td></tr><tr><td>9,000 Consolidated Regcourt Mines Ltd. (escrowed)</td><td>1.00</td><td>1,170.00 (valued as free shares)</td></tr></table>	<u>Shares:</u>	<u>Cost</u>	<u>Market</u>	100 Bright Wines	\$ 7,720.00	\$7,300.00	9,000 Consolidated Regcourt Mines Ltd. (escrowed)	1.00	1,170.00 (valued as free shares)
<u>Shares:</u>	<u>Cost</u>	<u>Market</u>								
100 Bright Wines	\$ 7,720.00	\$7,300.00								
9,000 Consolidated Regcourt Mines Ltd. (escrowed)	1.00	1,170.00 (valued as free shares)								
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>Bywood Holdings Limited and Winmil Investments Limited who are the clients, each as to a one-half interest, in the options presently held on certain treasury shares by Jackson McFadyen Securities, Limited, and referred to in item 6 above, have granted to George L. Oates, 2337 Marine Drive, West Vancouver, British Columbia, referred to in items 11 and 12 above, a call on 50,000 shares held under option by them at 20 cents per share, such call to be good for 90 days from August 16, 1965, and to be exercisable by Mr. Oates at the said price of 20 cents per share.</p> <p>Certain shares of the Company previously purchased by the underwriter above named may still be in the course of primary distribution as well as any shares which may be purchased through exercise of options by the underwriter.</p> <p>No other material facts.</p>									

DATED August 23, 1965

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

GLENN EXPLORATIONS LIMITED
 "P. C. A. Giardine" *[Signature]* CORPORATE SEAL
 "W. D. Paterson" *[Signature]*

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

"W. A. McCoy"
 "P. H. Bond."

JACKSON MCFADYEN SECURITIES, LIMITED

[Signature]
[Signature]

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THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1262.
FILED, FEBRUARY 18th, 1965.

GLENN EXPLORATIONS LIMITED

Full corporate name of Company
Incorporated under the Laws of Ontario by Letters Patent dated June 6, 1933.
Name changed by Supplementary Letters Patent dated August 18, 1964.
Particulars of incorporation (e.g., incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957). Reference is made to previous
Filing Statement No. 1073.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(a) Change of name from Glenn Uranium Mines Limited to Glenn Explorations Limited by Supplementary Letters Patent dated August 18, 1964; (b) Increase in authorized capital by said Supplementary Letters Patent (see item 4); (c) Underwriting and option agreement (see items 6 and 7).
2. Head office address and any other office address.	Suite 1503, 330 Bay Street, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President and Director - P.C.A. GIARDINE, 32 Ennisclare Drive W., Oakville, Ontario, Executive. Vice-President and Director - HERBERT H. QUINN, 155-8th Line N., Oakville, Ontario, Executive. Secretary-Treasurer and Director - WILLIAM D. PATERSON, 115 Winston Park Blvd., Downsview, Ontario, Accountant. Director - CHARLES A. BEST, Ph.D., 40 Balmoral Avenue, Toronto, Ontario, Research Consultant. Director - R. W. MCGREGOR, 3 Hatton Court, Islington, Ontario, Executive.
4. Share capitalization showing authorized and issued and outstanding capital.	By Supplementary Letters Patent dated August 18, 1964, authorized capital increased from \$5,000,000 to \$7,000,000 divided into 7,000,000 shares \$1 par value. Issued - 4,495,000 shares all fully paid.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By agreement dated February 15, 1965, Jackson McFadyen Securities, Limited, (for clients) a member of the Toronto Stock Exchange has agreed to purchase forthwith 200,000 treasury shares of the Company at 15 cents each. In consideration thereof, the Company has granted to the said Underwriter (for its clients) options to purchase all or any part of 800,000 additional treasury shares in four blocks of 200,000 shares each at the respective prices of 20 cents, 25 cents, 30 cents and 35 cents per share as to such blocks, exercisable within 3, 6, 9 and 12 months respectively.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Jackson McFadyen Securities, Limited, aforesaid acted on behalf of its clients Winmil Investment Limited and Bywood Holdings Limited, each as to a 50% interest. The persons owning a greater than 5% interest in Winmil Investments Limited are P.C.A. Giardine, 32 Ennisclare Drive W., Oakville, Ontario, and Herbert H. Quinn, 155-8th Line N., Oakville, Ontario. The persons owning a greater than 5% interest in Bywood Holdings Limited are Pierre H. Bond, 20 Wilber-ton Road, Toronto, Wayne A. McCoy, 6 Hatton Court, Islington, Ontario, and Milton E. Cork, 271 Oriole Parkway, Toronto, Ontario.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company intends to carry out further surface examination of its Wark Township claims in accordance with the recommendations made by Ralph I. Benner, P. Eng., in his report dated February 13, 1965, and made to the Company and to which report reference is hereby made. The estimated cost of linecutting, magnetometer survey and Turam survey as recommended, is approximately \$3,500. The Company will also cut lines and do a magnetometer and a Turam survey over its claims in Eldorado Township, at an estimated cost of \$3,000. No funds will be used for other purposes unless and until notice thereof has been given to and accepted for filing by the Toronto Stock Exchange.
10. Brief statement of company's chief development work during past year.	The Company did linecutting, an induced polarization and magnetometer survey on its Wark Township property, followed by two diamond drill holes. The Company acquired for \$4,000, four unpatented mining claims in Eldorado Township, Porcupine Mining Division, Ontario. The vendor was C. Kenneth Hoffman of Toronto, Ontario, and no one else received any part of the vendor consideration.

FINANCIAL STATEMENTS

GLENN EXPLORATIONS LIMITED

(Formerly Glenn Uranium Mines Limited)
(Note 1)
Incorporated under the Laws of Ontario

BALANCE SHEET February 12, 1965

A S S E T S

Current Assets:

Cash	\$ 1,720.44	
Due from Brokers	5,070.00	
Short Term Bank Deposits	150,000.00	
Note Receivable (\$5,000. U.S.Currency)	4,765.62	\$161,556.06

Investments:

Marketable, at cost (market value \$35,075.)	\$ 31,982.50	
Investment at a nominal value (market value \$1,140.00) (Note 2)	1.00	31,983.50

Fixed Assets:

Equipment at cost	\$ 2,843.91	
Mining Claims (Note 3)	64,000.00	66,843.91

Other Assets:

Advances to Central Guiana Exploration Limited - at nominal value	\$ 1.00	
Deferred Charges	37,664.97	37,665.97
		<u>\$298,049.44</u>

L I A B I L I T I E S

Current Liabilities:

Accounts Payable	\$ 242.35
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Shareholders' Equity

Capital Stock (Notes 1, 3 and 4)

Authorized 7,000,000 shares par value \$1.00 ea.
Issued 4,495,000 shares as follows:

	No. of shares & par value	Discount	Net
Issued at beginning of period	2,595,000	\$ 647,354.50	\$1,947,645.50
Issued during period:			
For Cash	1,000,000	740,000.00	260,000.00
For Mining Claims	400,000	360,000.00	40,000.00
In Settlement of Liabilities	500,000	432,994.05	67,005.95
	<u>1,900,000</u>	<u>1,532,994.05</u>	<u>367,005.95</u>
Issued at end of period	4,495,000	2,180,348.55	2,314,651.45
Deficit		2,016,844.36	297,807.09
			<u>\$298,049.44</u>

STATEMENT OF DEFERRED CHARGES

PERIOD FEBRUARY 1, 1964 TO FEBRUARY 12, 1965

EXPLORATION AND DEVELOPMENT:

Wark Township

Geophysical Surveys	\$ 842.40	
Government Fees and Taxes	381.00	
Diamond Drilling	10,550.82	
Linecutting	450.00	
Engineers' and Geologists' Fees and Expenses	4,886.13	
Transportation	2,268.91	
General Exploration	501.84	
Assays	73.18	\$19,954.28

ADMINISTRATION:

Officer's Salary	\$ 5,125.00	
Directors' Fees	650.00	
Secretarial Fee	2,050.00	
Filing Fees	286.75	
Shareholders' Meetings, reports and information	1,237.94	
Office and General Expense	1,127.98	
Share Issue Expense	528.21	
Interest and Bank Charges	89.48	
Legal and Audit Fees	4,096.21	
Rent and Telephone	1,300.68	
Listing Fees	1,100.00	
Transfer Agent's Fees and Expenses	1,179.70	
Office Services	854.43	
Supplementary Letters Patent	735.00	\$20,361.38

Less:

Interest received on Bank Deposits	2,650.69	17,710.69
		<u>\$37,664.97</u>

Approved on Behalf of the Board

.....Director

.....Director

STATEMENT OF DEFICIT

Period February 1, 1964 to February 12, 1965

Deficit- at beginning of period		\$2,285,733.16
<u>Deduct:</u>		
Reduction of advances and accounts payable (Note 4)	\$268,023.80	
Profit on Sale of Investments	865.00	268,888.80
<u>Deficit at end of period</u>		<u>\$2,016,844.36</u>

Notes to Financial Statements Period February 1, 1964 to February 12, 1965

- By Supplementary Letters Patent dated August 18, 1964, the Company -
 - changed its name to Glenn Explorations Limited
 - increased its authorized capital by the creation of an additional 2,000,000 shares to rank on a parity with the existing 5,000,000 shares.
- The quoted value of the investment, \$1,140. applies to escrowed shares which have been valued as free shares.
- Mining claims consist of the following:

4 unpatented mining claims in Wark Township, Porcupine Mining Division, acquired during the period for 400,000 shares of capital stock valued at 10¢ per share and \$20,000. cash	\$ 60,000.00
4 unpatented mining claims in Eldorado Township, Porcupine Mining Division, acquired during period for \$4,000. cash	4,000.00
	<u>\$ 64,000.00</u>
- By an agreement dated May 8, 1963, as amended April 9, 1964, liabilities amounting to \$335,029.75 were reduced to \$67,005.95, being at the rate of 20 cents on the dollar, and was fully satisfied by the issuance of 500,000 shares of capital stock.

SUMMARY OF CHANGES IN FINANCIAL POSITION Period February 1, 1964 to February 12, 1965

	February 12, 1965	February 1, 1964	Variation
Current Assets	\$161,556.06	\$ 4,765.62	\$156,790.44
Current Liabilities	242.35	7,825.53	7,583.18
Working Capital (deficiency)	161,313.71	(3,059.91)	164,373.62
Investments	31,983.50	1.00	31,982.50
Fixed Assets	66,843.91		66,843.91
Other Assets	37,665.97	1.00	37,664.97
		(3,057.91)	
Other Liabilities		(335,029.75)	335,029.75
	297,807.09	(338,087.66)	635,894.75
<u>Shareholders' Equity</u>			
Represented by:			
Capital Stock	2,314,651.45	1,947,645.50	
Deficit	2,016,844.36	2,285,733.16	
	297,807.09	(338,087.66)	

The increase in working capital, amounting to \$164,373.62 as shown above, is the result of the following factors:

Funds made available

Proceeds from sale of capital stock	\$260,000.00	
Interest received on Bank Deposits	2,650.69	
Proceeds from Sale of Investments	14,790.00	\$277,440.69

Funds applied

Mining Claims - Wark Township	20,000.00	
- Eldorado Township	4,000.00	
Administrative Expense	20,361.38	
Exploration and Development Expense	19,954.28	
Furniture and Equipment	2,843.91	
Purchase of Investments	45,907.50	113,067.07

Resulting increase in Working Capital \$164,373.62

GEOLOGIST'S REPORT

Note:-The following are excerpts from a report by R. I. Benner, B. Sc., P. Eng., dated, February 13th, 1965, on mining claims located in Wark Township, Timmins Area, Province of Ontario. A complete copy of this report is on file with the Toronto Stock Exchange.

INTRODUCTION

This report is based on information received from Department of Mines' maps and reports, from reports by previous operators, and from the writer's own experience as a Consultant in the Timmins area for the past nine months. The purpose of the report is to determine if further exploration work is warranted on the property.

GEOGRAPHICAL

The property consists of 4 unpatented mining claims, Nos. P55996 - P.55999 inclusive, located in Wark Township, Porcupine Mining Division, approximately 15 miles north of the Town of Timmins, and 3 miles east of the Texas Gulf Sulphur base metal show.

The terrain is generally flat and muskeg covered. A creek runs southwest through the central part of the property and during the wet season the area around the creek is flooded.

The Hydro Electric Power line and service road passes one-half mile west of the property.

PREVIOUS EXPLORATION

Surface work consisting of Geophysical surveys and diamond drilling was done during the months of May, June and July, 1964 on the Glenn Explorations Limited property in Wark Township.

For the Geophysical work, north-south profile lines were cut at 400' intervals from an east-west base-line along the north boundary. A gap of 800' was left unexplored in the flooded area where it was impassable. An SE 300 Electromagnetic unit and a sensitive magnetometer was used to test for physical differences in the rocks beneath the mantle of overburden.

Thirteen electromagnetic conductors, classified as "medium to weak", were indicated by the survey. The general strike of the conductors is east-west.

Two diamond drill holes were put down to test the property. One hole was drilled to intersect an indicated E.M. conductor, and one hole drilled on a theory involving aerial photographs. Although no important mineral content was noted in either holes, of importance is the rhyolite cut in the No. 2 hole. Six hundred and fifteen feet of rhyolite was intersected and the hole was still in that rock at the bottom. Brecciation and alteration was logged in the rhyolite.

CONCLUSIONS

Previous exploration work was not adequate, no doubt for the following reasons:

1. The work was done during the summer months when the property was flooded. Consequently close spacing of the profile lines was not possible.
2. The strike of the Texas Gulf orebody was not definitely known at that time, otherwise profile lines would have been cut in an east-west direction as well as north-south. The profile lines as they now stand could miss a north-south trending orebody.

The writer feels that the experience gained over the past 9 months as regards geophysical equipment, indicates that the "Turam" electromagnetic unit is the most satisfactory for this particular area.

Diamond drilling has disclosed the presence of a brecciated and altered rhyolite bed, the full width and strike of which is not known. Located as this bed is, with respect to the Texas Gulf deposit (slightly north of east), it is conceivable that it is the same bed that is host to the Texas Gulf orebody. The hope is that the rhyolites have been disturbed sufficiently on the Glenn Explorations' property to cause the openings necessary for ore-deposition.

Taking into consideration the above, a thorough surface campaign is warranted on the Glenn Explorations Limited property.

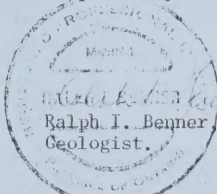
RECOMMENDATIONS

It is recommended:

1. That a grid of north-south and east-west profile lines be cut at 200' intervals across the entire property.
2. That a "Turam" electromagnetic survey and a sensitive magnetometer survey be carried out on all the lines.
3. That diamond drilling be carried out depending on results of (2).
4. That the possibility of acquiring further ground adjoining the present property be kept in mind if results of (2) and (3) are satisfactory.

Cobalt, Ontario,
February 13, 1965.

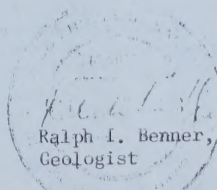
Respectfully submitted,


Ralph I. Benner, B.Sc., P.Eng.
Geologist.

CERTIFICATE

I, RALPH I. BENNER, of the City of Toronto, in the Province of Ontario, do hereby certify as follows:

1. That I am a Consulting Geologist registered as a member in good standing of the Association of Professional Engineers of the Province of Ontario.
2. That I am a graduate of the Haileybury School of Mines in 1932, and have obtained the Degree of Bachelor of Science in Geology (1946) from Queen's University, Kingston, Ontario.
3. The sources of information are disclosed in the introduction of this report. I have not personally visited the property.
4. That I have no direct or indirect interest in any of the shares, securities or properties of the Glenn Explorations Limited property described in this report.


Ralph I. Benner, B.Sc., P.Eng.
Geologist.

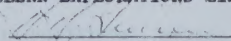

11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Not applicable												
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable												
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	360,000 shares are held in escrow by Guaranty Trust Company of Canada at Toronto, and the prior written consent of the Toronto Stock Exchange is required for any release pro rata among registered shareholders thereof.												
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owner, if possible.)	Gerald S. Peers, 1115 Ascot Dr., Oakville, Ontario. Dynasty Investments Limited, Suite 1503, 330 Bay Street, Toronto, Ontario, holds an option exercisable until May 1, 1965 to purchase all or any part of such 360,000 escrowed shares at a price of 5 cents per share												
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	According to the Company's stock registrar and transfer agent: Dynasty Investments Limited Suite 1503, 330 Bay St., Toronto 646,800 shares (beneficial owner) Gerald S. Peers, 1115 Ascot Dr., Oakville, Ontario 372,000 shares (beneficial owner) (360,000 shares escrowed) Jackson McFadyen Securities, Limited 11 Adelaide St. W., Toronto, 305,449 shares Dom Tor & Co., c/o Toronto-Dominion Bank, King and Bay Streets, Toronto 177,900 shares Doherty, Roadhouse & Co., 335 Bay St., Toronto, Ontario 170,855 shares												
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Dynasty Investments Limited aforesaid, and the present Directors of the Company. The only person who owns a greater than 5% interest in Dynasty Investments Limited is P.C.A. Giardine aforesaid, who is the President and a Director of Glenn Explorations Limited.												
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><tr><td>Shares</td><td>Cost</td><td>Market</td></tr><tr><td>1,000 Denison Mines Ltd.</td><td>\$ 24,262.50</td><td>\$ 27,375.00</td></tr><tr><td>100 T.G. Bright Wines</td><td>7,720.00</td><td>7,700.00</td></tr><tr><td>9,000 Consolidated Regcourt Mines Ltd. (escrowed)</td><td>1.00</td><td>1,170.00 (valued at free shares)</td></tr></table>	Shares	Cost	Market	1,000 Denison Mines Ltd.	\$ 24,262.50	\$ 27,375.00	100 T.G. Bright Wines	7,720.00	7,700.00	9,000 Consolidated Regcourt Mines Ltd. (escrowed)	1.00	1,170.00 (valued at free shares)
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100 T.G. Bright Wines	7,720.00	7,700.00											
9,000 Consolidated Regcourt Mines Ltd. (escrowed)	1.00	1,170.00 (valued at free shares)											
18. Brief statement of any lawsuits pending or in process against company or its properties.	None												
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None												
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	No other material facts. The shares which are the subject of the aforesaid underwriting and option agreement will be in primary distribution.												

CERTIFICATE OF THE COMPANY

DATED February 16, 1965.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

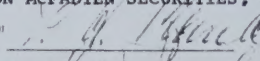
GLENN EXPLORATIONS LIMITED

"H. H. Quinn"  CORPORATE SEAL
"W. D. Paterson" 

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

JACKSON MCFADYEN SECURITIES, LIMITED

"P. H. Bond" 
"H. D. Poole" 